

**IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA**

FEDERAL TRADE COMMISSION

Plaintiff,

V.

Case No. 2:24-CV-4949

EMPIRE HOLDINGS GROUP LLC,
d/b/a ECOMMERCE EMPIRE BUILDERS
and STOREFUNNELS.NET, a limited liability
company, and PETER PRUSINOWSKI
Individually and as officer of
Empire Holdings Group LLC,

Defendants.

DECLARATION OF RYAN M. POTEET

I, Ryan M. Poteet, hereby declare,

1. I am above the age of eighteen and competent to make this declaration. This declaration is based on my personal knowledge and, if called to testify, I would competently testify thereto.

2. This declaration is offered in support of Defendant Prusinowski's Motion for Fees Incurred to Date, and Additional Fees to Continue to Defend or, in the Alternative, to Withdraw as Counsel of Record.

3. I am a partner with the law firm of Gordon Rees Scully Mansukhani, LLP, counsel of record for the Defendant Prusinowski.

4. Gordon Rees Scully Mansukhani, LLP (“GRSM”) was engaged by Defendant Prusinowski to represent him in the above-captioned matter on September 18, 2024. GRSM was engaged by Defendant Empire Holdings Group LLC d/b/a E-Commerce Empire Builders and Storefunnels.net’s (“EEB”) to represent it in the above-captioned matter on September 18, 2024.

5. On September 19 and 20, 2024, Defendant EEB transferred a total of \$77,000 to GRSM.

6. On September 19, 2024, non-party Atlas Fund Limited Partnership (“Atlas”), a partnership in which Mr. Prusinowski and his wife each own one percent and serve as general partners, transferred \$400,000 in funds to GRSM.

7. On October 4, 2024, GRSM voluntarily transferred the \$77,000 it was holding on behalf of EEB to Kevin Dooley Kent, the Receiver appointed in this case.

8. As of the filing of the instant motion, Mr. Prusinowski has incurred approximately \$231,358.50 in reasonable and necessary attorneys’ fees and costs in connection with and in defense of this case.

9. The fees incurred and costs incurred to date reflect legal work for, among other things, gathering evidence and preparing to submit an opposition to the FTC’s TRO motion, preparing for the TRO hearing, complying with the TRO, including cooperating with the Receiver’s requests, locating and identifying assets, and completing detailed financial disclosures and documents. This amount also reflects fees and costs associated with the drafting and filing of a motion to dismiss, the drafting and filing of an emergency motion to amend the TRO and for expedited discovery, the drafting of expedited discovery requests, and continued discussions with Defendant Prusinowski, the FTC, and the Receiver about relevant issues.

10. GRSM expects Mr. Prusinowski will incur an additional \$150,000.00 in reasonable and necessary attorneys’ fees and costs to prepare for the preliminary injunction show cause hearing, continue advising Mr. Prusinowski during the pendency of the TRO and Receivership, and, if possible, to negotiate an acceptable settlement.

11. If the Court denies his request for additional funds so that GRSM can prepare for the preliminary injunction show cause hearing, Defendant Prusinowski consents to GRSM's withdrawal as counsel of record for all defendants in this case.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my information, knowledge, and belief.

Executed this 11th day of October, 2024.

/s/ Ryan M. Poteet

Ryan M. Poteet